

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

In re REFCO INC. SECURITIES LITIGATION

Case No. 07-MD-1902 (GEL)

This Document Relates to:

KENNETH M. KRYS and CHRISTOPHER STRIDE, as JOINT OFFICIAL LIQUIDATORS of SPHINX LTD., SPHINX STRATEGY FUND LTD.; SPHINX PLUS SPC LTD., SPHINX DISTRESSED LTD., SPHINX MERGER ARBITRAGE LTD.; SPHINX SPECIAL SITUATIONS LTD., SPHINX MACRO LTD.; SPHINX LONG/SHORT EQUITY LTD.; SPHINX MANAGED FUTURES LTD.; SPHINX EQUITY MARKET NEUTRAL LTD.; SPHINX CONVERTIBLE ARBITRAGE LTD.; SPHINX FIXED INCOME ARBITRAGE LTD.; SPHINX DISTRESSED FUND SPC; SPHINX MERGER ARBITRAGE FUND SPC; SPHINX SPECIAL SITUATIONS FUND SPC; SPHINX MACRO FUND SPC; SPHINX LONG/SHORT EQUITY FUND SPC; SPHINX MANAGED FUTURES FUND SPC; SPHINX EQUITY MARKET NEUTRAL FUND SPC; SPHINX CONVERTIBLE ARBITRAGE FUND SPC; SPHINX FIXED INCOME ARBITRAGE FUND SPC; PLUSFUNDS MANAGED ACCESS FUND SPC LTD.; KENNETH M. KRYS and CHRISTOPHER STRIDE as assignees of claims assigned by MIAMI CHILDREN'S HOSPITAL FOUNDATION, OFI, GREEN & SMITH INVESTMENT MANAGEMENT LLC, THALES FUND MANAGEMENT LLC, KELLNER DILEO & CO., LLC, MARTINGALE ASSET MANAGEMENT LP, LONGACRE FUND MANAGEMENT LLC, ARNHOLD & S. BLEICHROEDER ADVISERS LLC, PICTET & CIE, RGA AMERICA REINSURANCE COMPANY, DEUTSCHE BANK (SUISSE) SA, ARAB MONETARY FUND, HANSARD INTERNATIONAL LTD., CONCORDIA

Case No. 08-cv-3065 (GEL)

Case No. 08-cv-3086 (GEL)

**MOTION FOR *PRO HAC*
VICE ADMISSION OF
ROBERT T. MILLS**

8182825 v1

ADVISORS LLC, GABELLI SECURITIES, INC.,
CITCO GLOBAL CUSTODY; and JAMES
P. SINCLAIR as Trustee of the SPHINX TRUST,

Plaintiffs,

-against-

CHRISTOPHER SUGRUE; MARK
KAVANAGH; BRIAN OWENS;
PRICEWATERHOUSECOOPERS L.L.P.; MARI
FERRIS; PRICEWATERHOUSECOOPERS
CAYMAN ISLANDS; GIBSON, DUNN &
CRUTCHER LLP; REFCO ALTERNATIVE
INVESTMENTS LLC; GRANT THORNTON
LLP; MARK RAMLER; ERNST & YOUNG U.S.
LLP; MAYER BROWN LLP f/k/a MAYER
BROWN ROWE & MAW LLP; JOSEPH
COLLINS; EDWARD S. BEST; PAUL KOURY;
PHILLIP R. BENNETT; ROBERT C. TROSTEN;
TONE GRANT; SANTO MAGGIO; THOMAS
HACKL; DENNIS KLEJNA; BAWAG P.S.K.
BANK FUR ARBEIT UND WIRTSCHAFT UND
OSTERREICHISCHE POSTPARKASSE
AKTIENGESELLSCHAFT; JP MORGAN
CHASE & CO.; CREDIT SUISSE SECURITIES
(USA) LLC f/k/a CREDIT SUISSE FIRST
BOSTON LLC; BANC OF AMERICA
SECURITIES LLC; THOMAS H. LEE
PARTNERS, L.P.; THOMAS H. LEE
ADVISORS, LLC; THL MANAGERS V, LLC;
THL EQUITY ADVISORS V, L.P.; THOMAS H.
LEE EQUITY FUND V, L.P.; THOMAS H. LEE
PARALLEL FUND V, L.P.; THOMAS H. LEE
EQUITY (CAYMAN) FUND V, L.P.; THOMAS
H. LEE INVESTORS LIMITED PARTNERSHIP;
1997 THOMAS H. LEE NOMINEE TRUST;
THOMAS H. LEE; DAVID V. HARKINS;
SCOTT L. JAECKEL; SCOTT A. SCHOEN;
WILLIAM T. PIGOTT; LIBERTY CORNER
CAPITAL STRATEGIES, LLC; EMF
FINANCIAL PRODUCTS LLC; EMF CORE
FUND LTD.; DELTA FLYER FUND LLC; ERIC
M. FLANAGAN; INGRAM MICRO, INC.; CIM
VENTURES, INC.; BECKENHAM TRADING
CO., INC.; ANDREW KRIEGER; COAST
ASSET MANAGEMENT, LLC, f/k/a COAST
ASSET MANAGEMENT LP; CS LAND
MANAGEMENT LLC; CHRISTOPHER

PETTIT; and REFCO GROUP HOLDINGS, :
INC.; and REFCO ASSOCIATES, INC., :
 :
 :
 Defendants :
-----X

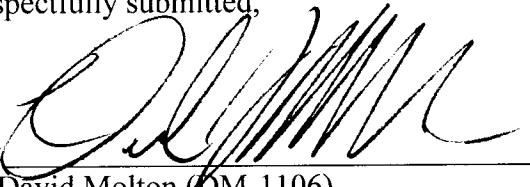
Pursuant to Local Civil Rule 1.3(c), undersigned counsel respectfully moves for the admission *pro hac vice* of the following attorney in the above-captioned matters:

Robert T. Mills
Beus Gilbert PLLC
4800 North Scottsdale Road, Suite 6000
Scottsdale, Arizona 85251
Tel. (480) 429-3000
Fax. (480) 429-3100
Email: rmills@beusgilbert.com

Mr. Mills is a member in good standing of the bar of the State of Arizona. There are no pending disciplinary proceedings against Mr. Mills in state or federal court. This Motion is based on the accompanying affirmation of David Molton and affidavit of Robert T. Mills and Certificate of Good Standing from the bar of the State of Arizona. A proposed Order is attached hereto.

Dated: New York, New York
May 27, 2008

Respectfully submitted,

By: 

David Molton (DM-1106)
BROWN RUDNICK BERLACK ISRAELS LLP
Seven Times Square
New York, New York 10036
Telephone: (212) 209-4800
Facsimile: (212) 209-4801

Co-counsel for Plaintiffs

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

-----X	:	
	:	
In re REFCO INC. SECURITIES LITIGATION	:	Case No. 07-MD-1902 (GEL)
	:	
-----X	:	

This Document Relates to:

-----X	:	
KENNETH M. KRYS and CHRISTOPHER	:	
STRIDE, as JOINT OFFICIAL LIQUIDATORS	:	
of SPHINX LTD., SPHINX STRATEGY FUND	:	Case No. 08-cv-3065 (GEL)
LTD.;	:	
SPHINX PLUS SPC LTD., SPHINX	:	Case No. 08-cv-3086 (GEL)
DISTRESSED LTD., SPHINX MERGER	:	
ARBITRAGE LTD.; SPHINX SPECIAL	:	
SITUATIONS LTD., SPHINX MACRO LTD.;	:	
SPHINX LONG/SHORT EQUITY LTD.;	:	
SPHINX MANAGED FUTURES LTD.; SPHINX	:	AFFIRMATION OF DAVID
EQUITY MARKET NEUTRAL LTD.; SPHINX	:	MOLTON IN SUPPORT
CONVERTIBLE ARBITRAGE LTD.; SPHINX	:	OF MOTION FOR
FIXED INCOME ARBITRAGE LTD.; SPHINX	:	ADMISSION OF COUNSEL
ISTRESSED FUND SPC; SPHINX MERGER	:	<u>PRO HAC VICE</u>
ARBITRAGE FUND SPC; SPHINX SPECIAL	:	
SITUATIONS FUND SPC; SPHINX MACRO	:	
FUND SPC; SPHINX LONG/SHORT EQUITY	:	
FUND SPC; SPHINX MANAGED FUTURES	:	
FUND SPC; SPHINX EQUITY MARKET	:	
NEUTRAL FUND SPC; SPHINX	:	
CONVERTIBLE ARBITRAGE FUND SPC;	:	
SPHINX FIXED INCOME ARBITRAGE FUND	:	
SPC; PLUSFUNDS MANAGED ACCESS FUND	:	
SPC LTD.; KENNETH M. KRYS and	:	
CHRISTOPHER STRIDE as assignees of claims	:	
assigned by MIAMI CHILDREN'S HOSPITAL	:	
FOUNDATION, OFI, GREEN & SMITH	:	
INVESTMENT MANAGEMENT LLC, THALES	:	
FUND MANAGEMENT LLC, KELLNER	:	
DILEO & CO., LLC, MARTINGALE ASSET	:	
MANAGEMENT LP, LONGACRE FUND	:	
MANAGEMENT LLC, ARNHOLD & S.	:	
BLEICHROEDER ADVISERS LLC, PICTET &	:	
CIE, RGA AMERICA REINSURANCE	:	
COMPANY, DEUTSCHE BANK (SUISSE) SA,	:	
ARAB MONETARY FUND, HANSARD	:	
INTERNATIONAL LTD., CONCORDIA	:	

ADVISORS LLC, GABELLI SECURITIES, INC.,
CITCO GLOBAL CUSTODY; and JAMES
P. SINCLAIR as Trustee of the SPHINX TRUST,

Plaintiffs,

-against-

CHRISTOPHER SUGRUE; MARK
KAVANAGH; BRIAN OWENS;
PRICEWATERHOUSECOOPERS L.L.P.; MARI
FERRIS; PRICEWATERHOUSECOOPERS
CAYMAN ISLANDS; GIBSON, DUNN &
CRUTCHER LLP; REFCO ALTERNATIVE
INVESTMENTS LLC; GRANT THORNTON
LLP; MARK RAMLER; ERNST & YOUNG U.S.
LLP; MAYER BROWN LLP f/k/a MAYER
BROWN ROWE & MAW LLP; JOSEPH
COLLINS; EDWARD S. BEST; PAUL KOURY;
PHILLIP R. BENNETT; ROBERT C. TROSTEN;
TONE GRANT; SANTO MAGGIO; THOMAS
HACKL; DENNIS KLEJNA; BAWAG P.S.K.
BANK FUR ARBEIT UND WIRTSCHAFT UND
OSTERREICHISCHE POSTPARKASSE
AKTIENGESELLSCHAFT; JP MORGAN
CHASE & CO.; CREDIT SUISSE SECURITIES
(USA) LLC f/k/a CREDIT SUISSE FIRST
BOSTON LLC; BANC OF AMERICA
SECURITIES LLC; THOMAS H. LEE
PARTNERS, L.P.; THOMAS H. LEE
ADVISORS, LLC; THL MANAGERS V, LLC;
THL EQUITY ADVISORS V, L.P.; THOMAS H.
LEE EQUITY FUND V, L.P.; THOMAS H. LEE
PARALLEL FUND V, L.P.; THOMAS H. LEE
EQUITY (CAYMAN) FUND V, L.P.; THOMAS
H. LEE INVESTORS LIMITED PARTNERSHIP;
1997 THOMAS H. LEE NOMINEE TRUST;
THOMAS H. LEE; DAVID V. HARKINS;
SCOTT L. JAECKEL; SCOTT A. SCHOEN;
WILLIAM T. PIGOTT; LIBERTY CORNER
CAPITAL STRATEGIES, LLC; EMF
FINANCIAL PRODUCTS LLC; EMF CORE
FUND LTD.; DELTA FLYER FUND LLC; ERIC
M. FLANAGAN; INGRAM MICRO, INC.; CIM
VENTURES, INC.; BECKENHAM TRADING
CO., INC.; ANDREW KRIEGER; COAST
ASSET MANAGEMENT, LLC, f/k/a COAST
ASSET MANAGEMENT LP; CS LAND
MANAGEMENT LLC; CHRISTOPHER
PETTIT; and REFCO GROUP HOLDINGS,

INC.; and REFCO ASSOCIATES, INC., :
 :
 :
 Defendants :
 -----X

David Molton declares as follows:

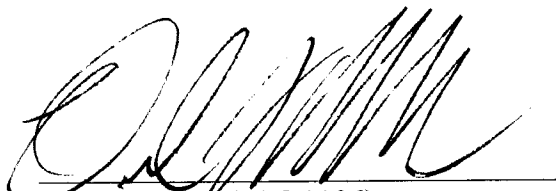
1. I am a member in good standing of the bar of the State of New York and a partner of Brown Rudnick Berlack Israels LLP, Seven Times Square, New York, New York 10036, co-counsel for plaintiffs Kenneth M. Krys and Christopher Stride as Joint Official Liquidators of SPHinx, Ltd., SPHinx Macro Fund SPC, SPHinx Macro, Ltd., SPHinx Managed Futures Fund SPC, SPHinx Long/Short Equity Fund SPC, SPHinx Convertible Arbitrage Fund SPC, SPHinx Fixed Income Arbitrage Fund SPC, SPHinx Distressed Fund SPC, SPHinx Merger Arbitrage Fund SPC, SPHinx Special Situations Fund SPC, SPHinx Equity Market Neutral Fund SPC, SPHinx Strategy Fund, Ltd., SPHinx Plus SPC, Ltd., SPHinx Managed Futures, Ltd., SPHinx Long/Short Equity, Ltd., SPHinx Convertible Arbitrage, Ltd., SPHinx Fixed Income Arbitrage, Ltd., SPHinx Distressed, Ltd., SPHinx Merger Arbitrage, Ltd., SPHinx Special Situations, Ltd., SPHinx Equity Market Neutral, Ltd., and PlusFunds Managed Access Fund SPC, Ltd., Kenneth M. Krys and Christopher Stride as assignees of claims assigned by Miami Children's Hospital Foundation, OFI, Green & Smith Investment Management LLC, Thales Fund Management LLC, Kellner Dileo & Co., LLC, Martingale Asset Management LP, Longacre Fund Management LLC, Arnhold & S. Bleichroeder Advisers LLC, PicTet & Cie, RGA America Reinsurance Company, Deutsche Bank (Suisse) SA, Arab Monetary Fund, Hansard International Ltd., Concordia Advisors LLC, Gabelli Securities, Inc., Citco Global Custody and James P. Sinclair, as Trustee of the SPHinx Trust.

2. I make this affirmation in support of the application of Robert T. Mills, Esq. for admission to the bar of this Court *pro hac vice*.

3. An original affidavit from Mr. Mills in support of his application for admission to the bar of this Court *pro hac vice* has also been filed with the Court.

4. I will be associated with Mr. Mills in the prosecution of this matter, and I or another member or associate of Brown Rudnick Berlack Israels LLP will file papers, enter appearances, and sign all pleadings, briefs and other papers to be filed with the Court as required by the Rules of this Court.

Dated: New York, New York
May 27, 2008



David Molton (DM-1106)
Brown Rudnick Berlack Israels LLP
Seven Times Square
New York, New York 10036
Telephone: (212) 209-4800
Facsimile: (212) 209-4801
dmolton@brownrudnick.com

Co-counsel for Plaintiffs

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

-----X	:	
	:	
In re REFCO INC. SECURITIES LITIGATION	:	Case No. 07-MD-1902 (GEL)
	:	
-----X	:	

This Document Relates to:

-----X	:	
KENNETH M. KRYIS and CHRISTOPHER	:	
STRIDE, as JOINT OFFICIAL LIQUIDATORS	:	
of SPHINX LTD., SPHINX STRATEGY FUND	:	Case No. 08-cv-3065 (GEL)
LTD.;	:	
SPHINX PLUS SPC LTD., SPHINX	:	Case No. 08-cv-3086 (GEL)
DISTRESSED LTD., SPHINX MERGER	:	
ARBITRAGE LTD.; SPHINX SPECIAL	:	
SITUATIONS LTD., SPHINX MACRO LTD.;	:	
SPHINX LONG/SHORT EQUITY LTD.;	:	
SPHINX MANAGED FUTURES LTD.; SPHINX	:	AFFIDAVIT OF ROBERT T.
EQUITY MARKET NEUTRAL LTD.; SPHINX	:	MILLS IN SUPPORT OF
CONVERTIBLE ARBITRAGE LTD.; SPHINX	:	MOTION FOR
FIXED INCOME ARBITRAGE LTD.; SPHINX	:	ADMISSION OF COUNSEL
DISTRESSED FUND SPC; SPHINX MERGER	:	<u>PRO HAC VICE</u>
ARBITRAGE FUND SPC; SPHINX SPECIAL	:	
SITUATIONS FUND SPC; SPHINX MACRO	:	
FUND SPC; SPHINX LONG/SHORT EQUITY	:	
FUND SPC; SPHINX MANAGED FUTURES	:	
FUND SPC; SPHINX EQUITY MARKET	:	
NEUTRAL FUND SPC; SPHINX	:	
CONVERTIBLE ARBITRAGE FUND SPC;	:	
SPHINX FIXED INCOME ARBITRAGE FUND	:	
SPC; PLUSFUNDS MANAGED ACCESS FUND	:	
SPC LTD.; KENNETH M. KRYIS and	:	
CHRISTOPHER STRIDE as assignees of claims	:	
assigned by MIAMI CHILDREN'S HOSPITAL	:	
FOUNDATION, OFI, GREEN & SMITH	:	
INVESTMENT MANAGEMENT LLC, THALES	:	
FUND MANAGEMENT LLC, KELLNER	:	
DILEO & CO., LLC, MARTINGALE ASSET	:	
MANAGEMENT LP, LONGACRE FUND	:	
MANAGEMENT LLC, ARNHOLD & S.	:	
BLEICHROEDER ADVISERS LLC, PICTET &	:	
CIE, RGA AMERICA REINSURANCE	:	
COMPANY, DEUTSCHE BANK (SUISSE) SA,	:	
ARAB MONETARY FUND, HANSARD	:	
INTERNATIONAL LTD., CONCORDIA	:	
ADVISORS LLC, GABELLI SECURITIES, INC.,	:	

CITCO GLOBAL CUSTODY; and JAMES
P. SINCLAIR as Trustee of the SPHINX TRUST,

Plaintiffs,

-against-

CHRISTOPHER SUGRUE; MARK
KAVANAGH; BRIAN OWENS;
PRICEWATERHOUSECOOPERS L.L.P.; MARI
FERRIS; PRICEWATERHOUSECOOPERS
CAYMAN ISLANDS; GIBSON, DUNN &
CRUTCHER LLP; REFCO ALTERNATIVE
INVESTMENTS LLC; GRANT THORNTON
LLP; MARK RAMLER; ERNST & YOUNG U.S.
LLP; MAYER BROWN LLP f/k/a MAYER
BROWN ROWE & MAW LLP; JOSEPH
COLLINS; EDWARD S. BEST; PAUL KOURY;
PHILLIP R. BENNETT; ROBERT C. TROSTEN;
TONE GRANT; SANTO MAGGIO; THOMAS
HACKL; DENNIS KLEJNA; BAWAG P.S.K.
BANK FUR ARBEIT UND WIRTSCHAFT UND
OSTERREICHISCHE POSTPARKASSE
AKTIENGESELLSCHAFT; JP MORGAN
CHASE & CO.; CREDIT SUISSE SECURITIES
(USA) LLC f/k/a CREDIT SUISSE FIRST
BOSTON LLC; BANC OF AMERICA
SECURITIES LLC; THOMAS H. LEE
PARTNERS, L.P.; THOMAS H. LEE
ADVISORS, LLC; THL MANAGERS V, LLC;
THL EQUITY ADVISORS V, L.P.; THOMAS H.
LEE EQUITY FUND V, L.P.; THOMAS H. LEE
PARALLEL FUND V, L.P.; THOMAS H. LEE
EQUITY (CAYMAN) FUND V, L.P.; THOMAS
H. LEE INVESTORS LIMITED PARTNERSHIP;
1997 THOMAS H. LEE NOMINEE TRUST;
THOMAS H. LEE; DAVID V. HARKINS;
SCOTT L. JAECKEL; SCOTT A. SCHOEN;
WILLIAM T. PIGOTT; LIBERTY CORNER
CAPITAL STRATEGIES, LLC; EMF
FINANCIAL PRODUCTS LLC; EMF CORE
FUND LTD.; DELTA FLYER FUND LLC; ERIC
M. FLANAGAN; INGRAM MICRO, INC.; CIM
VENTURES, INC.; BECKENHAM TRADING
CO., INC.; ANDREW KRIEGER; COAST
ASSET MANAGEMENT, LLC, f/k/a COAST
ASSET MANAGEMENT LP; CS LAND
MANAGEMENT LLC; CHRISTOPHER
PETTIT; and REFCO GROUP HOLDINGS,

INC.; and REFCO ASSOCIATES, INC.,

Defendants

-----X

STATE OF ARIZONA)
) ss.:
 COUNTY OF MARICOPA)

ROBERT T. MILLS being duly sworn, deposes and says:

1. I am a partner at the law firm of Beus Gilbert PLLC. I am a member of the bar of the State of Arizona. A Certificate of Good Standing from the bar of the State of Arizona is appended hereto. I have not been suspended or disbarred in any court, and am a member in good standing of every jurisdiction in which I have been admitted to practice.

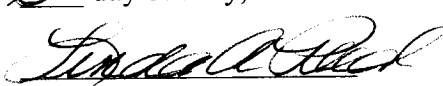
2. Plaintiffs Kenneth M. Krys and Christopher Stride as Joint Official Liquidators of SPhinX, Ltd., SPhinX Macro Fund SPC, SPhinX Macro, Ltd., SPhinX Managed Futures Fund SPC, SPhinX Long/Short Equity Fund SPC, SPhinX Convertible Arbitrage Fund SPC, SPhinX Fixed Income Arbitrage Fund SPC, SPhinX Distressed Fund SPC, SPhinX Merger Arbitrage Fund SPC, SPhinX Special Situations Fund SPC, SPhinX Equity Market Neutral Fund SPC, SPhinX Strategy Fund, Ltd., SPhinX Plus SPC, Ltd., SPhinX Managed Futures, Ltd., SPhinX Long/Short Equity, Ltd., SPhinX Convertible Arbitrage, Ltd., SPhinX Fixed Income Arbitrage, Ltd., SPhinX Distressed, Ltd., SPhinX Merger Arbitrage, Ltd., SPhinX Special Situations, Ltd., SPhinX Equity Market Neutral, Ltd., and PlusFunds Managed Access Fund SPC, Ltd., Kenneth M. Krys and Christopher Stride as assignees of claims assigned by Miami Children's Hospital Foundation, OFI, Green & Smith Investment Management LLC, Thales Fund Management LLC, Kellner Dileo & Co., LLC, Martingale Asset Management LP, Longacre Fund Management LLC, Arnhold & S. Bleichroeder Advisers LLC, PicTet & Cie, RGA America Reinsurance Company, Deutsche Bank (Suisse) SA, Arab Monetary Fund, Hansard International Ltd., Concordia Advisors LLC, Gabelli Securities, Inc., Citco Global Custody and James P. Sinclair, as Trustee of the SPhinX Trust (collectively, "Plaintiffs"), have requested to be represented by me.

3. I understand that I am charged with knowing and complying with the Rules of this Court, including disciplinary rules, and with paying all required fees.

Based on the foregoing, I respectfully request admission to this Court for the purpose of appearing, arguing, and if necessary, trying the case on behalf of Plaintiffs.


 ROBERT T. MILLS

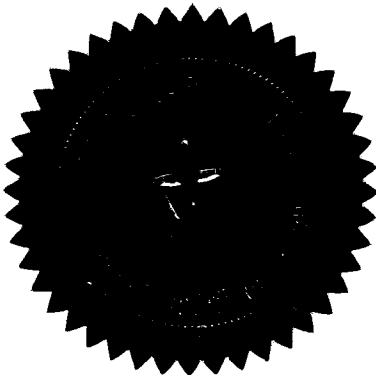
Sworn to before me this
 5th day of May, 2008


 Notary Public



CERTIFICATE OF GOOD STANDING
ISSUED BY THE DISCIPLINARY CLERK
FOR AND ON BEHALF OF
THE SUPREME COURT OF ARIZONA

The Disciplinary Clerk pursuant to Rule 74, Rules of the Supreme Court of Arizona, hereby certifies that according to the records of the State Bar, **ROBERT THOMAS MILLS**, was duly admitted to practice as an attorney and counselor at law in all courts of Arizona by the Supreme Court of Arizona on May 16, 1998, and is now, as of the date of this Certificate, an active member of the State Bar of Arizona in good standing.



Given under the seal of the Disciplinary
Clerk of the Supreme Court of Arizona
this 19th day of May, 2008.

Leticia V. D'Amore
Leticia V. D'Amore
Disciplinary Clerk

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

-----X
:
In re REFCO INC. SECURITIES LITIGATION : Case No. 07-MD-1902 (GEL)
:
-----X

This Document Relates to:

-----X
KENNETH M. KRYSS and CHRISTOPHER :
STRIDE, as JOINT OFFICIAL LIQUIDATORS :
of SPHINX LTD., SPHINX STRATEGY FUND : Case No. 08-cv-3065 (GEL)
LTD.; :
SPHINX PLUS SPC LTD., SPHINX : Case No. 08-cv-3086 (GEL)
DISTRESSED LTD., SPHINX MERGER :
ARBITRAGE LTD.; SPHINX SPECIAL :
SITUATIONS LTD., SPHINX MACRO LTD.; :
SPHINX LONG/SHORT EQUITY LTD.; :
SPHINX MANAGED FUTURES LTD.; SPHINX : **ORDER ADMITTING**
EQUITY MARKET NEUTRAL LTD.; SPHINX : **ROBERT T. MILLS**
CONVERTIBLE ARBITRAGE LTD.; SPHINX : **PRO HAC VICE**
FIXED INCOME ARBITRAGE LTD.; SPHINX :
DISTRESSED FUND SPC; SPHINX MERGER :
ARBITRAGE FUND SPC; SPHINX SPECIAL :
SITUATIONS FUND SPC; SPHINX MACRO :
FUND SPC; SPHINX LONG/SHORT EQUITY :
FUND SPC; SPHINX MANAGED FUTURES :
FUND SPC; SPHINX EQUITY MARKET :
NEUTRAL FUND SPC; SPHINX :
CONVERTIBLE ARBITRAGE FUND SPC; :
SPHINX FIXED INCOME ARBITRAGE FUND :
SPC; PLUSFUNDS MANAGED ACCESS FUND :
SPC LTD.; KENNETH M. KRYSS and :
CHRISTOPHER STRIDE as assignees of claims :
assigned by MIAMI CHILDREN'S HOSPITAL :
FOUNDATION, OFI, GREEN & SMITH :
INVESTMENT MANAGEMENT LLC, THALES :
FUND MANAGEMENT LLC, KELLNER :
DILEO & CO., LLC, MARTINGALE ASSET :
MANAGEMENT LP, LONGACRE FUND :
MANAGEMENT LLC, ARNHOLD & S. :
BLEICHROEDER ADVISERS LLC, PICTET & :
CIE, RGA AMERICA REINSURANCE :
COMPANY, DEUTSCHE BANK (SUISSE) SA, :
ARAB MONETARY FUND, HANSARD :
INTERNATIONAL LTD., CONCORDIA :

PETTIT; and REFCO GROUP HOLDINGS,	:
INC.; and REFCO ASSOCIATES, INC.,	:
	:
Defendants	:
-----	X

Upon the motion of plaintiffs Kenneth M. Kryz and Christopher Stride, as Joint Official Liquidators of SPhinX, Ltd., SPhinX Macro Fund SPC, SPhinX Macro, Ltd., SPhinX Managed Futures Fund SPC, SPhinX Long/Short Equity Fund SPC, SPhinX Convertible Arbitrage Fund SPC, SPhinX Fixed Income Arbitrage Fund SPC, SPhinX Distressed Fund SPC, SPhinX Merger Arbitrage Fund SPC, SPhinX Special Situations Fund SPC, SPhinX Equity Market Neutral Fund SPC, SPhinX Strategy Fund, Ltd., SPhinX Plus SPC, Ltd., SPhinX Managed Futures, Ltd., SPhinX Long/Short Equity, Ltd., SPhinX Convertible Arbitrage, Ltd., SPhinX Fixed Income Arbitrage, Ltd., SPhinX Distressed, Ltd., SPhinX Merger Arbitrage, Ltd., SPhinX Special Situations, Ltd., SPhinX Equity Market Neutral, Ltd., and PlusFunds Managed Access Fund SPC, Ltd., Kenneth M. Kryz and Christopher Stride, as assignees of claims assigned by Miami Children's Hospital Foundation, OFI, Green & Smith Investment Management LLC, Thales Fund Management LLC, Kellner Dileo & Co., LLC, Martingale Asset Management LP, Longacre Fund Management LLC, Arnhold & S. Bleichroeder Advisers LLC, PicTet & Cie, RGA America Reinsurance Company, Deutsche Bank (Suisse) SA, Arab Monetary Fund, Hansard International Ltd., Concordia Advisors LLC, Gabelli Securities, Inc., Citco Global Custody, and James P. Sinclair, as Trustee of the SPhinX Trust (collectively, "Plaintiffs"), pursuant to Local Civil Rule 1.3(c), for the admission *pro hac vice* of Robert T. Mills in the above-captioned matter, and David Molton's affirmation in support;

IT IS HEREBY ORDERED that

Robert T. Mills
Beus Gilbert PLLC
4800 North Scottsdale Road, Suite 6000
Scottsdale, Arizona 85251
Tel. (480) 429-3000
Fax. (480) 429-3100
Email: rmills@beusgilbert.com

is admitted to practice *pro hac vice* as counsel for the Plaintiffs in the above-captioned case in the United States District Court for the Southern District of New York. All attorneys appearing before this Court are subject to the Local Rules of this Court, including the Rules governing discipline of attorneys. If this action is assigned to the Electronic Case Filing (ECF) system, counsel shall immediately apply for an ECF password at nysd.uscourts.gov. Counsel shall forward the *pro hac vice* fee to the Clerk of the Court.

Dated: New York, New York
May __, 2008

Hon. Gerard E. Lynch
U.S.D.J.

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

In re REFCO INC. SECURITIES LITIGATION

Case No. 07-MD-1902 (GEL)

This Document Relates to:

KENNETH M. KRYS and CHRISTOPHER STRIDE, as JOINT OFFICIAL LIQUIDATORS of SPHINX LTD., SPHINX STRATEGY FUND LTD.; SPHINX PLUS SPC LTD., SPHINX DISTRESSED LTD., SPHINX MERGER ARBITRAGE LTD.; SPHINX SPECIAL SITUATIONS LTD., SPHINX MACRO LTD.; SPHINX LONG/SHORT EQUITY LTD.; SPHINX MANAGED FUTURES LTD.; SPHINX EQUITY MARKET NEUTRAL LTD.; SPHINX CONVERTIBLE ARBITRAGE LTD.; SPHINX FIXED INCOME ARBITRAGE LTD.; SPHINX DISTRESSED FUND SPC; SPHINX MERGER ARBITRAGE FUND SPC; SPHINX SPECIAL SITUATIONS FUND SPC; SPHINX MACRO FUND SPC; SPHINX LONG/SHORT EQUITY FUND SPC; SPHINX MANAGED FUTURES FUND SPC; SPHINX EQUITY MARKET NEUTRAL FUND SPC; SPHINX CONVERTIBLE ARBITRAGE FUND SPC; SPHINX FIXED INCOME ARBITRAGE FUND SPC; PLUSFUNDS MANAGED ACCESS FUND SPC LTD.; KENNETH M. KRYS and CHRISTOPHER STRIDE as assignees of claims assigned by MIAMI CHILDREN'S HOSPITAL FOUNDATION, OFI, GREEN & SMITH INVESTMENT MANAGEMENT LLC, THALES FUND MANAGEMENT LLC, KELLNER DILEO & CO., LLC, MARTINGALE ASSET MANAGEMENT LP, LONGACRE FUND MANAGEMENT LLC, ARNHOLD & S. BLEICHROEDER ADVISERS LLC, PICTET & CIE, RGA AMERICA REINSURANCE COMPANY, DEUTSCHE BANK (SUISSE) SA, ARAB MONETARY FUND, HANSARD INTERNATIONAL LTD., CONCORDIA ADVISORS LLC, GABELLI SECURITIES, INC.

Case No. 08-cv-3065 (GEL)

Case No. 08-cv-3086 (GEL)

AFFIDAVIT OF SERVICE

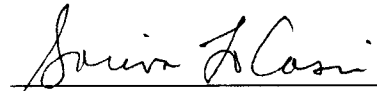
CITCO GLOBAL CUSTODY; and JAMES :
P. SINCLAIR as Trustee of the SPHINX TRUST, :
: :
Plaintiffs, :
: :
-against- :
: :
CHRISTOPHER SUGRUE; MARK :
KAVANAGH; BRIAN OWENS; :
PRICewaterHOUSECOOPERS L.L.P.; MARI :
FERRIS; PRICewaterHOUSECOOPERS :
CAYMAN ISLANDS; GIBSON, DUNN & :
CRUTCHER LLP; REFCO ALTERNATIVE :
INVESTMENTS LLC; GRANT THORNTON :
LLP; MARK RAMLER; ERNST & YOUNG U.S. :
LLP; MAYER BROWN LLP f/k/a MAYER :
BROWN ROWE & MAW LLP; JOSEPH :
COLLINS; EDWARD S. BEST; PAUL KOURY; :
PHILLIP R. BENNETT; ROBERT C. TROSTEN; :
TONE GRANT; SANTO MAGGIO; THOMAS :
HACKL; DENNIS KLEJNA; BAWAG P.S.K. :
BANK FUR ARBEIT UND WIRTSCHAFT UND :
OSTERREICHISCHE POSTPARKASSE :
AKTIENGESELLSCHAFT; JP MORGAN :
CHASE & CO.; CREDIT SUISSE SECURITIES :
(USA) LLC f/k/a CREDIT SUISSE FIRST :
BOSTON LLC; BANC OF AMERICA :
SECURITIES LLC; THOMAS H. LEE :
PARTNERS, L.P.; THOMAS H. LEE :
ADVISORS, LLC; THL MANAGERS V, LLC; :
THL EQUITY ADVISORS V, L.P.; THOMAS H. :
LEE EQUITY FUND V, L.P.; THOMAS H. LEE :
PARALLEL FUND V, L.P.; THOMAS H. LEE :
EQUITY (CAYMAN) FUND V, L.P.; THOMAS :
H. LEE INVESTORS LIMITED PARTNERSHIP; :
1997 THOMAS H. LEE NOMINEE TRUST; :
THOMAS H. LEE; DAVID V. HARKINS; :
SCOTT L. JAECKEL; SCOTT A. SCHOEN; :
WILLIAM T. PIGOTT; LIBERTY CORNER :
CAPITAL STRATEGIES, LLC; EMF :
FINANCIAL PRODUCTS LLC; EMF CORE :
FUND LTD.; DELTA FLYER FUND LLC; ERIC :
M. FLANAGAN; INGRAM MICRO, INC.; CIM :
VENTURES, INC.; BECKENHAM TRADING :
CO., INC.; ANDREW KRIEGER; COAST :
ASSET MANAGEMENT, LLC, f/k/a COAST :
ASSET MANAGEMENT LP; CS LAND :
MANAGEMENT LLC; CHRISTOPHER :
PETTIT; and REFCO GROUP HOLDINGS, :

INC.; and REFCO ASSOCIATES, INC., :
: :
Defendants :
-----X

STATE OF NEW YORK)
) ss.:
COUNTY OF NEW YORK)

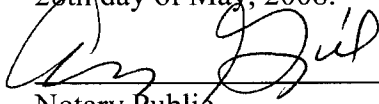
Sarina Lo Cascio being duly sworn, deposes and says: I am not a party to the within action, am over 18 years of age and reside in New York, New York.

On the 28th day of May, 2008, I caused to be served a true copy of the Motion for *Pro Hac Vice* Admission of Robert T. Mills, the Affirmation of David Molton in Support of Motion for Admission of Counsel *Pro Hac Vice*, the Affidavit of Robert T. Mills in Support of Motion for Admission of Counsel *Pro Hac Vice*, and the proposed Order Admitting Robert T. Mills *Pro Hac Vice* on the parties listed on the attached service list by first-class mail, postage prepaid.



Sarina Lo Cascio

Sworn to before me this
28th day of May, 2008.



Notary Public

EVELYN GONZALEZ
Notary Public, State of New York
No. 01GO5045489
Qualified in Queens County
Commission Expires June 19, 2011

SERVICE LIST

Robert B. McCaw, Esq.
Phillip D. Anker, Esq.
James Millar, Esq.
John V.H. Pierce, Esq.
Ross E. Firsenbaum, Esq.
Wilmer Cutler Pickering Hale and Dorr LLP
399 Park Avenue
New York, New York 10022
Attorneys for Defendants JP Morgan Chase & Co.,
Credit Suisse Securities (USA) LLC (formerly
Credit Suisse First Boston LLC), and
Banc of America Securities LLC

David Mollon, Esq.
Winston & Strawn LLP
200 Park Avenue
New York, New York 10166
Attorneys for Defendants Grant Thornton LLP
and Mark Ramler

William T. Burke, Esq.
John K. Villa, Esq.
Michael S. Sundermeyer, Esq.
Thomas G. Ward, Esq.
Craig D. Singer, Esq.
Williams & Connolly LLP
725 12th Street, N.W.
Washington, D.C. 20005
Attorneys for Defendant Mayer Brown LLP

Anthony M. Candido, Esq.
Joel M. Cohen, Esq.
Clifford Chance US LLP
31 West 52nd Street
New York, New York 10019
Attorneys for the UK Limited Liability Partnership
Mayer Brown International LLP

Greg Danilow, Esq.
Michael F. Walsh, Esq.
Weil, Gotshal & Manges LLP
767 Fifth Avenue
New York, New York 10153-0119
Attorneys for Defendants Thomas H. Lee Partners L.P.,
Thomas H. Lee Advisors LLC, THL Managers V, LLC,
THL Equity Advisors V., L.P., Thomas H. Lee Equity
Fund V, L.P., Thomas H. Lee Parallel Fund V., L.P.,
Thomas H. Lee Equity (Cayman) Fund V., L.P.,
Thomas H. Lee Investors Limited Partnership,
1997 Thomas H. Lee Nominee Trust, Thomas H. Lee,
David V. Harkins, Scott A. Schoen, and Scott L. Jaeckel

James J. Capra, Esq.
Orrick, Herrington & Sutcliffe LLP
666 Fifth Avenue
New York, New York 10103-0001
Attorneys for Defendants
PricewaterhouseCoopers LLP and
Mari Ferris

Joel Levitin, Esq.
Nicolle L. Jacoby, Esq.
Brian H. Brick, Esq.
Dechert LLP
30 Rockefeller Plaza
New York, New York 10112
Attorneys for Defendant BAWAG

Christopher Sugrue
Av. Amilar Cabral No 110-2
Ed. Sonangol Distribuidora
Luanda
Angola

Mark Kavanagh
Ballyorney House
Waterfall Road
Enniskerry
County Wicklow, Ireland

Brian Owens
2 Beresford Green
Griffith Avenue
Dublin 9, Ireland

David W. Wiltenburg, Esq.
Hughes Hubbard & Reed LLP
One Battery Park Plaza
New York, New York 10004
Counsel to Defendant PricewaterhouseCoopers
Cayman Islands

Gregory P. Joseph
Peter R. Jerdee
Gregory P. Joseph Law Offices LLC
485 Lexington Ave, 30th Floor
New York, New York 10017
Counsel to Defendant Gibson, Dunn & Crutcher LLP

Christopher R. Harris, Esq.
Latham & Watkins LLP
885 Third Avenue
New York, New York 10022
Counsel to Defendant Ernst & Young U.S., LLP

Jonathan Paul Bach, Esq.
Daniel Mark Hibshoosh, Esq.
Timothy Marden Kerr, Esq.
William J. Schwartz, Esq.
Cooley Godward Kronish LLP
1114 Avenue of the Americas
New York, New York 10036
and
William J. Schwartz, Esq.
Krys Boyle, P.C
600 17th Street, Suite 2700 South Tower
Denver, CO 80202
Counsel to Defendant Joseph Collins

Edward S. Best, Esq.
Mayer Brown LLP
71 S. Wacker Drive
Chicago, Illinois 60606

Charles E. Clayman, Esq.
Clayman & Rosenberg
305 Madison Avenue, Suite 1301
New York, New York 10165
Counsel to Defendant Paul Koury

Jeffrey T. Golenbock, Esq.
Golenbock Eiseman Assor Bell &
Peskie LLP
437 Madison Avenue
New York, New York 10022-7302
Counsel to Defendants Phillip R. Bennett
and Refco Group Holdings Inc.

Barbara Moses, Esq.
Morvillo, Abramowitz, Grand, Iason,
Anello, & Bohrer, P.C.
565 Fifth Avenue
New York, New York 10017
Counsel to Defendant Robert C. Trosten

Laura Neish, Esq.
Zuckerman Spaeder LLP
1540 Broadway, Suite 1604
New York, New York 10036
Counsel to Defendant Tone Grant

Scott E. Hershman, Esq.
Hunton & Williams LLP
200 Park Avenue
New York, New York 10166-0091
Counsel to Defendant Santo C. Maggio

Thomas Hackl
Acies Asset Management S.A.
118 Rue du Rhône
1204 Geneve Switzerland

Helen B. Kim, Esq.
Katten Muchin Rosenman LLP
2029 Century Park East
Suite 2600
Los Angeles, California 90067-3012
Counsel to Defendant Dennis Klejna

John D. Tortorella, Esq.
Marino Tortorella PC
437 Southern Boulevard
Chatham, New Jersey 07928
Counsel to Defendants Liberty Corner
Capital Strategies, LLC and William T. Pigott

Veronica E. Rendon, Esq.
Arnold & Porter LLP
399 Park Avenue
New York, New York 10022-4690
Counsel to Defendants Eric M. Flanagan,
EMF Financial Products, LLC
and Delta Flyer Fund, LLC

EMF Core Fund Ltd.
c/o Maples & Calder
PO Box 309, Ugland House
South Church Street, George Town
Grand Cayman KY1-1104
Cayman Islands

Robert F. Wise, Jr.
Davis Polk & Wardell
450 Lexington Avenue
New York, New York 10017
Counsel to Defendants Ingram Micro Inc.
and CIM Ventures, Inc.

Aaron E. Albert, Esq.
Fischer Porter & Thomas, P.C.
440 Sylvan Avenue, Suite 130
Englewood Cliffs, New Jersey 07632-2700
Counsel to Defendants Beckenham Trading Co. Inc.
and Andrew Krieger

Brian Woo Hyon Song, Esq.
Kirkland & Ellis LLP
Citigroup Center 153 East 53rd Street
New York, New York 10022

James C. Joslin, Esq.
Micah E. Marcus, Esq.
Reed S. Oslan, Esq.
Kirkland & Ellis LLP
200 East Randolph Street
Chicago, IL 60601
Counsel to Defendants Coast Asset Management LLC
f/k/a Coast Asset Management LP
and CS Land Management, LLC

Ronald M. Lepinskas, Esq.
DLA Piper
203 North LaSalle Street, Suite 1900
Chicago, Illinois 60601-1293
Counsel to Defendant Christopher Petitt

Jared R. Clark, Esq.
Bingham McCutchen LLP
399 Park Avenue
New York, New York 10022-4689
Counsel to Defendants Refco Associates, Inc.
and Refco Alternative Investments LLC